

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 2 of 12
	PIIN/SIIN W56HZV-05-C-0383	MOD/AMD P00017	
Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION			

SECTION A - SUPPLEMENTAL INFORMATION

MODIFICATION P00017

PREVIOUS CONTRACT AMOUNT:	\$12,426,593
AMOUNT OF THIS MODIFIATION:	\$ 625,000
NEW CONTRACT AMOUNT:	\$13,051,593

Modification P00017 is issued to incorporate the following change into the contract:

1. The contract amount is increased by \$625,000 to cover cost increase in Phase II of the contract. This increase is entirely in the cost estimate line. There is no change in fee for this action.
- a. As part of this increase, CLIN 0003AD is created in the amount of \$170,000 for continued Design Finalization and Test. This is an extension of the effort required by CLIN 0003AA. A new CLIN is required, as opposed to increasing CLIN 0003AA, due to funding issues.
- b. As part of this increase, CLIN 0004AA, ILS, is increased by \$207,000.
- c. As part of this increase, CLIN 0004AB is created in the amount of \$113,000 for increased ILS. This is an extension of the effort required by CLIN 0004AA. A new CLIN is required, as opposed to increasing CLIN 0004AA, due to funding issues.
- d. As part of this increase, CLIN 0005AD is created in the amount of \$135,000 for increased DT/OT Support. This is an extension of the effort required by CLIN 0005AA. A new CLIN is required, as opposed to increasing CLIN 0005AA, due to funding issues.
2. As a result of this modification, the total amount of the contract is increased by \$625,000. All terms and conditions of the contract, other than those set forth above, remain unchanged.

*** END OF NARRATIVE A 0024 ***

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-05-C-0383 MOD/AMD P00017	Page 3 of 12
--------------------	--	--------------

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
0003AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>PHASE 2 OPT - DESIGN FINALIZATION & TEST</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DESIGN FINALIZATION & TEST PRON: T162T5094K PRON AMD: 04 ACRN: AB CUSTOMER ORDER NO: M9545006MPR6AT4</p> <p>This is a Cost-Plus-Fixed-Fee CLIN.</p> <table><tr><td>Est Cost</td><td>\$5,506,557</td></tr><tr><td>Fee</td><td>\$ 357,654</td></tr><tr><td>TOTAL</td><td>\$5,864,211</td></tr></table> <p>The CLIN 0003AA option was exercised by Modification P00007.</p> <p>The amount for CLIN 0003AA was adjusted by Modification P00007 to incorporate the proposed amounts from the Contractor's response to the Government's Call for Improvements in accordance with contract paragraph H.3.</p> <p>The amount of CLIN 0003AA was adjusted upward by Modification P00015 in the amount of \$312,000 to allow for a projected cost overrun. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.</p> <p>The amount of CLIN 0003AA was adjusted upward by Modification P00016 in the amount of \$700,000 to allow for cost increase and changes described in that modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.</p> <p>CLIN 0003AD was created by Modification P00017 for the continuation of the effort under CLIN 0003AA. The creation of a new CLIN was necessary due to funding issues. The total for the Phase II Design Finalization & Test effort, including both CLIN 0003AA and 0003AD, is \$6,034,211.</p> <p>(End of narrative B001)</p> <p>The Contractor shall continue the design and development of the LAV-C2 Upgrade in accordance with the System Performance Specification and Integrated Master Plan for Phase II.</p> <p>Three* Government furnished vehicles shall be upgraded by the Contractor under this CLIN and will be accepted by the Government. One of these vehicles will be for Developmental Testing</p>	Est Cost	\$5,506,557	Fee	\$ 357,654	TOTAL	\$5,864,211		LO		\$ 5,864,211.00
Est Cost	\$5,506,557										
Fee	\$ 357,654										
TOTAL	\$5,864,211										

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-05-C-0383 MOD/AMD P00017	Page 5 of 12
--------------------	---	--------------

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL REL CD QUANTITY DATE 001 0 UNDEFINITIZED</p> <p style="text-align: right;">\$ 170,000.00</p> <p>See Paragraph F.1 for Performance Completion Date.</p> <p style="text-align: center;">(End of narrative F001)</p>				
0004AA	<p><u>PHASE II OPTION - ILS</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: ILS PRON: T162T5104K PRON AMD: 04 ACRN: AB CUSTOMER ORDER NO: M9545006MPR6AT4</p> <p>This is a Cost-Plus-Fixed-Fee CLIN.</p> <p>Est Cost \$1,970,917 Fixed Fee \$ 109,108 TOTAL \$2,080,025</p> <p>The CLIN 0004AA option was exercised by Modification P00007.</p> <p>The amount for CLIN 0004AA was adjusted by Modification P00007 to incorporate the proposed amounts from the Contractor's response to the Government's Call for Improvements in accordance with contract paragraph H.3.</p> <p>The amount of CLIN 0004AA was adjusted upward by Modification P00016 in the amount of \$400,000 to allow for cost increase and changes described in that modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.</p> <p>The amount of CLIN 0004AA was adjusted upward by Modification P00017 in the amount of \$207,000 to allow for the cost increase described in that Modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.</p> <p>Modification P00017 also created CLIN 0004AB in the amount of \$113,000 for continuation of the same effort that is included in CLIN 0004AA. The</p>				\$ 2,080,025.00

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>creation of this new CLIN was necessary for funding reasons. The total amount of the Phase II ILS effort, including both CLINs 0004AA and 0004AB, is \$2,193,025.</p> <p>(End of narrative B001)</p> <p>The Contractor shall perform the ILS efforts in accordance with the Integrated Master Plan and Attachment 005, Technical Manual Contract Requirements (TMCR) for Phase II.</p> <p>(End of narrative C001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD</u> <u>QUANTITY</u> <u>DATE</u> 001 0 UNDEFINITIZED</p> <p>\$ 2,080,025.00</p> <p>See Paragraph F.1 for Performance Completion Date.</p> <p>(End of narrative F001)</p>				
0004AB	<p><u>PHASE II - ILS - CONTINUED</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: ILS PRON: T172T5484K PRON AMD: 02 ACRN: AC CUSTOMER ORDER NO: M9545007MPR7AC9</p> <p>This is a Cost-Plus-Fixed-Fee CLIN.</p> <p>Est Cost \$113,000 Fee \$ 0 TOTAL \$113,000</p> <p>CLIN 0004AB was created by Modification P00017 for the continuation of the Phase II ILS effort under CLIN 0004AA. A new CLIN was created due to funding issues.</p>		LO		\$ 113,000.00

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-05-C-0383 MOD/AMD P00017	Page 7 of 12
--------------------	--	--------------

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>(End of narrative B001)</p> <p>The Contractor shall perform the ILS efforts in accordance with the Integrated Master Plan and Attachment 005, Technical Manual Contract Requirements (TMCR) for Phase II.</p> <p>(End of narrative C001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD</u> <u>QUANTITY</u> <u>DATE</u> 001 0 UNDEFINITIZED</p> <p>\$ 113,000.00</p> <p>See Paragraph F.1 for Performance Completion Date.</p> <p>(End of narrative F001)</p>				
0005AA	<p><u>PHASE II OPTION - DT/OT SUPPORT</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DT/OT SUPPORT PRON: T162T5114K PRON AMD: 02 ACRN: AB CUSTOMER ORDER NO: M9545006MPR6AT4</p> <p>This is a Cost-Plus-Fixed-Fee CLIN.</p> <p>Est Cost \$1,039,143 Fixed Fee \$ 82,868 TOTAL \$1,122,011</p> <p>The CLIN 0005AA option was exercised by Modification P00007.</p> <p>The amount for CLIN 0005AA was adjusted by Modification P00007 to incorporate the proposed amounts from the Contractor's response to the Government's Call for Improvements in accordance with contract paragraph H.3.</p> <p>CLIN 0005AD was created by Modification P00017 for the continuation of the effort under CLIN 0005AA. The creation of a new CLIN was necessary due to funding issues. The total for the Phase II DT/OT Support effort, including both CLIN 0005AA and 0005AD, is \$1,257,011.</p>				<p>\$ <u>1,122,011.00</u></p>

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>(End of narrative B001)</p> <p>The Contractor shall support DT/OT in accordance with the System Performance Specification and Integrated Master Plan for Phase II.</p> <p>(End of narrative C001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD</u> <u>QUANTITY</u> <u>DATE</u> 001 0 UNDEFINITIZED</p> <p>\$ 1,122,011.00</p> <p>See Paragraph F.1 for Performance Completion Date.</p> <p>(End of narrative F001)</p>				
0005AD	<p><u>PHASE II - DT/OT SUPPORT - CONTINUED</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DT/OT SUPPORT PRON: T172T5494K PRON AMD: 01 ACRN: AC CUSTOMER ORDER NO: M9545007MPR7AC9</p> <p>This is a Cost-Plus-Fixed-Fee CLIN.</p> <p>Est Cost \$135,000 Fee \$ 0 TOTAL \$135,000</p> <p>CLIN 0005AD was created by Modification P00017 for the continuation of the Phase II DT/OT Support effort under CLIN 0005AA. A new CLIN was created due to funding issues.</p> <p>(End of narrative B001)</p> <p>The Contractor shall support DT/OT in accordance with the System Performance Specification and Integrated</p>		LO		\$ <u>135,000.00</u>

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
	<p>Management Plan for Phase II.</p> <p>(End of narrative C001)</p> <p><u>Inspection and Acceptance</u></p> <p>INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table><tr><td>DLVR SCH</td><td></td><td>PERF COMPL</td></tr><tr><td><u>REL CD</u></td><td><u>QUANTITY</u></td><td><u>DATE</u></td></tr><tr><td>001</td><td>0</td><td>UNDEFINITIZED</td></tr></table> <p>\$ 135,000.00</p> <p>See Paragraph F.1 for Performance Completion Date.</p> <p>(End of narrative F001)</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	UNDEFINITIZED				
DLVR SCH		PERF COMPL												
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	UNDEFINITIZED												

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-05-C-0383 MOD/AMD P00017	Page 10 of 12
Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION		

SECTION F - DELIVERIES OR PERFORMANCE

F.1 Performance Completion Schedule

F.1.1 Phase I Performance

CLIN	Performance Completion Requirement
0001AA	309 days after date of contract award
0002AA	Conduct of the System Demonstration will begin no later than 240 days after contract award.
	The System Demonstration shall be completed within 45 days after it begins.

Phase I of the contract will be completed upon award of the downselect option for Phase II of the contract.

F.1.2 Phase II Performance

CLIN	Performance Completion Requirement
CLIN 0003AA	Complete when the performance requirements of contract paragraph C.1.2.6 are met.
CLIN 0003AD	<p>Developmental Test (DT), which was stopped before completion of the first running, will be restarted on 29 May 2007. The two OT vehicles (SN 521906 & SN 521942) will be used in the performance of this second running of DT. These two vehicles shall be delivered to the designated Government test site no later than 28 May 2007. The vehicles will be returned to the Contractor at the completion of DT for any corrections or changes necessitated by the outcome of DT.</p>

Operational Test (OT) will start no later than 10 September 2007. The two OT vehicles will be delivered to the designated Government test site no later than 3 September 2007.

CLIN 0004AA	Complete when the performance requirements of contract paragraph C.1.2.6 are met.
CLIN 0004AB	

Technical Manuals for Testing.

The Contractor and the Government shall perform a joint Validation/Verification on the following technical manuals, to be completed no later than 18 May 2007.

Operators Manual (TM-08650C-10)

Lube Instructions (TM-08650C-12)

The Government shall provide changes required to the Technical manuals on a daily basis. The Contractor shall deliver verified manual updates for these technical manuals for DT no later than 25 May 2007:

The Contractor and the Government shall perform a joint Validation/Verification on the following technical manuals, to be completed no later than 26 July 2007.

Organization Level Maintenance Manual (TM-08650C-20)

SL-4-08650C

The Contractor shall deliver these verified manual updates, as well as the manuals delivered for DT, further updated based on the outcome of DT, for OT no later than by 2 August 2007.

CLIN 0005AA	Complete when the performance requirements of contract paragraph C.1.2.6 are met.
CLIN 0005AD	

Developmental Test (DT). The second running of DT shall be performed over a period of five weeks. The Contractor shall only be responsible for the test support required for DT by CLIN 0005AA for a five week period. Should DT last more than five weeks, either the remainder of the test will be performed without Contractor support, or the support for the additional test time will be considered a change in contract scope and the Contractor may be entitled to an equitable adjustment in the contract.

Operational Test (OT). OT shall be performed over a period of seven weeks. The Contractor shall only be responsible for the test support required for OT by CLIN 0005AA for a seven week period. Should OT last more than seven weeks, either the remainder of the test will be performed without Contractor support, or the support for the additional test time will be considered a change in contract scope and the Contractor may be entitled to an equitable adjustment in the contract.

0005AB	Complete when the MAWTS test (see Modification P00010) has been completed.
--------	--

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 11 of 12
	PIIN/SIIN W56HZV-05-C-0383	MOD/AMD P00017	

Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

0006AA Checklist shall be provided to PMO-LAV by 1 September 2006.

F.1.3 Phase III Performance

CLIN Performance Completion Requirement

1001AA See LAV-C2 Upgrade Production Delivery Schedule below (1st year)
1001AB To be determined after completion of Equipment Damage and Refurbishment Report (CDRL A012)
1002AA In conjunction with delivery of 13th production vehicle (3rd production unit from 2nd Year Production Option)
2001AA See LAV-C2 Upgrade Production Delivery Schedule below (2nd year)
2002AA 90 days after completion of PVT
2003AA 90 days after final vehicle delivery
3001AA See LAV-C2 Upgrade Production Delivery Schedule below (3rd year)
3002AA 90 days after final vehicle delivery

Planned LAV-C2A1 Vehicle Delivery Schedule to the Contractor

Months after Option Exercise	1	2	3	4	5	6	7	8	9	10	11	12	Total
1st Year Production Option	1	2	2	2	2	1							10
2nd Year Production Option	1	2	2	2	2	2	2	2	2				17
3rd Year Production Option	2	2	2	2	2	2	2	2	2	1			19

Notional LAV-C2A2 Upgrade Production Schedule

	Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
1st Year Production Option	2008				1	2	2	2	2	1				10
2nd Year Production Option	2008										1	2	2	5
2nd Year Production Option	2009	2	2	2	2	2	2							12
3rd Year Production Option	2009							2	2	2	2	2	2	12
3rd Year Production Option	2010	2	2	2	1									7
TOTAL														46

F.2 Definitions

F.2.1 CLIN means Contract Line Item Number, and refers to the contract items listed in Section B of this document.

F.2.2 Delivery is defined as follows:

(a) FOB Origin - Contractor is required to deliver its shipment as provided in FAR 52.247-29(a)(1)-(4) by the time specified in the individual contract; or

(b) FOB Destination - Contractor is required to deliver its shipment as provided in FAR 52.247-34(a)(1)-(2) by the time specified in the individual contract. The Contractor must take into consideration the length of time necessary to deliver its shipment to the destination designated in the contract, to ensure that the item reaches its destination by the time reflected in the contract.

*** END OF NARRATIVE F 0002 ***

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO	INCREASE/DECREASE		CUMULATIVE	
			PRIOR AMOUNT	AMOUNT	AMOUNT	AMOUNT
0003AD	T172T5474K M9545007MPR7AC9	AC 2	\$ 0.00	\$ 170,000.00	\$	170,000.00
0004AA	T162T5104K M9545006MPR6AT4	AB 1	\$ 1,873,025.00	\$ 207,000.00	\$	2,080,025.00
0004AB	T172T5484K M9545007MPR7AC9	AC 2	\$ 0.00	\$ 113,000.00	\$	113,000.00
0005AD	T172T5494K M9545007MPR7AC9	AC 1	\$ 0.00	\$ 135,000.00	\$	135,000.00
NET CHANGE			\$	625,000.00		

SERVICE	NET CHANGE	ACCOUNTING		INCREASE/DECREASE
NAME	BY ACRN	ACCOUNTING CLASSIFICATION	STATION	AMOUNT
Marine Corps	AB	17 671319M7KE2506785400674432DC1555D00006MPR6AT4		\$ 207,000.00
Marine Corps	AC	17 781319M7KE2506785400674432DC1555D00007MPR7AC9		\$ 418,000.00
NET CHANGE			\$	625,000.00

PRIOR AMOUNT		INCREASE/DECREASE		CUMULATIVE
OF AWARD		AMOUNT		OBLIG AMT
NET CHANGE FOR AWARD:	\$ 12,426,593.00	\$	625,000.00	\$ 13,051,593.00

ACRN	EDI ACCOUNTING CLASSIFICATION				
AB	17 06071319M7KE	250678540067443	2DC1555D00006MPR6AT4	M9545006MPR6AT4	067443
AC	17 07081319M7KE	250678540067443	2DC1555D00007MPR7AC9	M9545007MPR7AC9	067443